

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:)	Chapter 11
)	
W. R. GRACE & CO., ET AL.,)	Case Nos. 01-01139 (JKF)
)	(Jointly Administered)
DEBTOR)	
)	
)	
)	
)	

**NOTICE OF SUBSTITUTION OF COUNSEL FOR
REAUD, MORGAN & QUINN, INC. AND
ENVIRONMENTAL LITIGATION GROUP, P.C.
AND REQUEST FOR SERVICE OF PAPERS**

PLEASE TAKE NOTICE that Sander L. Esserman and the law firm of Stutzman, Bromberg, Esserman & Plifka, a Professional Corporation, substitute as counsel for Reaud, Morgan & Quinn, Inc. and Environmental Litigation Group, P.C. in the above-captioned case and all adversary proceedings related thereto and withdraw the appearance of Keavin D. McDonald and the law firm of Wilshire Scott & Dyer, P.C., 1221 McKinney, Suite 3000, Houston, TX 77010. Kathleen M. Miller and the law firm of Smith, Katzenstein & Furlow, LLP, The Corporate Plaza, 800 Delaware Avenue, 7th Floor, Wilmington, DE 19801, will remain as local counsel.

Counsel hereby requests, pursuant to Rules 2002, 3017 and 9007, Fed. R. Bankr. P., and 11 U.S.C. §§ 342, 1109(b), that copies of all notices and pleadings given or filed in the above-captioned case be given and served upon the following persons and the following addresses, telephone and telecopier numbers:

Sander L. Esserman
Stutzman Bromberg, Esserman & Plifka
A Professional Corporation
2323 Bryan Street
Suite 2200
Dallas, TX 75201-2689
(214) 969-4900
(214) 969-4999 (facsimile)
esserman@stutzman-bromberg.com

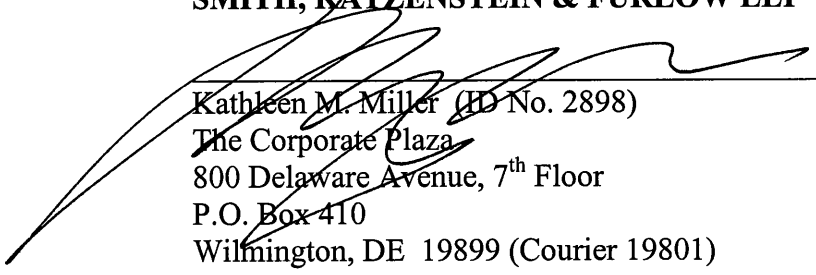
Kathleen M. Miller
Smith Katzenstein & Furlow LLP
The Corporate Plaza
800 Delaware Avenue, 7th Floor
P.O. Box 410
Wilmington, DE 19899
(Courier 19801)
(302) 652-8400
(302) 652-8405 (facsimile)
KMiller@skfdelaware.com

Please take further notice that, pursuant to 11 U.S.C. § 1109(b), the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules and sections of the Bankruptcy Code specified above, but also includes, without limitation, any notice, application, complaint, demand, motion, petition, pleading or request, whether formal or informal, written or oral, and whether transmitted or conveyed by mail, delivery, telephone, telecopier, or otherwise filed or made with regard to the above case.

SMITH, KATZENSTEIN & FURLOW LLP

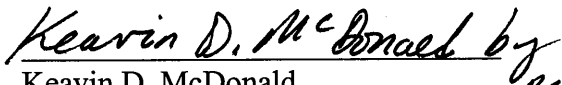
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OF COUNSEL:
Sander L. Esserman
Stutzman Bromberg,
Esserman & Plifka,
A Professional Corporation
2323 Bryan Street
Suite 2200
Dallas, TX 75201-2689
(214) 969-4900
(214) 969-4999 (facsimile)


Kathleen M. Miller (ID No. 2898)
The Corporate Plaza
800 Delaware Avenue, 7th Floor
P.O. Box 410
Wilmington, DE 19899 (Courier 19801)
(302) 652-8400
(302) 652-8405 (facsimile)

Attorneys for Reaud, Morgan & Quinn, Inc.
and Environmental Litigation Group, Inc.

WILSHIRE SCOTT, DYER, P.C.


Keavin D. McDonald
1221 McKinney, Suite 3000
Houston, TX 77010
(713) 651-1221
(713) 651-0020 (facsimile)

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 2nd day of January, 2003, a copy of the foregoing **Notice of Substitution of Counsel for Reaud, Morgan & Quinn, Inc, and Environmental Litigation Group, P.C. and Request for Service of Papers** was served via first class mail on the following parties:

David Carickoff, Esquire
Pachulski, Stang, Ziehl, Young & Jones
919 N. Market Street, 16th Floor
Wilmington, DE 19899

James H.M. Sprayregen, Esquire
Kirkland & Ellis
200 E. Randolph Drive
Chicago, IL 60601

Keavin D. McDonald, Esquire
Wilshire Scott & Dyer
4550 One Houston Center
1221 McKinney
Houston, TX 77010

William P. Bowden, Esquire
Ricardo Palacio, Esquire
Ashby & Geddes
222 Delaware Avenue
P.O. Box 1150
Wilmington, DE 19899

Michael S. Davis, Esquire
Mark Hanchet, Esquire
Zeichner Ellman & Krause
575 Lexington Avenue
New York, NY 10022



Kathleen M. Miller